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990

Form Department of the Treasury
Internal Revenue ServiceReturn of Organization Exempt From Income Tax
Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

OMB No 1545-0047

2013

Open to Public
Inspection► Do not enter Social Security numbers on this form as it may be made public.
► Information about Form 990 and its instructions is at www.irs.gov/form990.

A For the 2013 calendar year, or tax year beginning and ending

B Check if applicable	C Name of organization PRO PUBLICA, INC.		D Employer identification number 14-2007220
Address change Name change Initial return Terminated Amended return Application pending		Doing Business As Number and street (or P.O. box if mail is not delivered to street address) ONE EXCHANGE PLAZA, 55 BROADWAY	
		Room/suite 23 FL	E Telephone number 212-514-5250
		City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10006	
F Name and address of principal officer: RICHARD J. TOFEL SAME AS C ABOVE			
I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c)() (insert no.) 4947(a)(1) or 527			
J Website: ► WWW.PROPUBLICA.ORG			
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ► L Year of formation: 2007 M State of legal domicile: DE			

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: TO EXPOSE ABUSES OF POWER AND BETRAYALS OF THE PUBLIC TRUST - SEE "SCHEDULE O" FOR CONTINUATION	
	2 Check this box ► <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.	
	3 Number of voting members of the governing body (Part VI, line 1a)	3 10
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4 9
	5 Total number of individuals employed in calendar year 2013 (Part V, line 2a)	5 62
	6 Total number of volunteers (estimate if necessary)	6 9
	7 a Total unrelated business revenue from Part VIII, column (C), line 12	7a 25,745.
	b Net unrelated business taxable income from Form 990-T, line 34	7b 11,842.
	8 Contributions and grants (Part VIII, line 1h)	Prior Year 10,920,019. Current Year 13,678,241.
	9 Program service revenue (Part VIII, line 2g)	0. 0.
10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	50. 103.	
11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	35,913. 87,123.	
12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	10,955,982. 13,765,467.	
13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	0. 0.	
14 Benefits paid to or for members (Part IX, column (A), line 4)	0. 0.	
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	0. 7,807,423.	
16a Professional fundraising fees (Part IX, column (A), line 11e)	0.	
b Total fundraising expenses (Part IX, column (D), line 25) ► 396,394.		
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	9,884,450. 2,525,386.	
18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	9,884,450. 10,332,809.	
19 Revenue less expenses. Subtract line 18 from line 12	1,071,532. 3,432,658.	
20 Total assets (Part X, line 16)	Prior Year 3064. Current Year 4,529,443.	
21 Total liabilities (Part X, line 26)	25 119,078. End of Year 7,938,469.	
22 Net assets or fund balances. Subtract line 21 from line 20	25 4,410,365. 95,446. 7,843,023.	

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here	► Signature of officer RICHARD J. TOFEL, PRESIDENT Type or print name and title	Date 08/12/14			
Paid Preparer	Print/Type preparer's name GARRETT M. HIGGINS	Preparer's signature Garrett M. Higgins CPA	Date 08/12/14	Check if self-employed	PTIN P00543209
Use Only	Firm's name ► O'CONNOR DAVIES, LLP		Firm's EIN ► 27-1728945		
	Firm's address ► 665 FIFTH AVENUE NEW YORK, NY 10022		Phone no. (212) 286-2600		

May the IRS discuss this return with the preparer shown above? (see instructions)

 Yes No

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III

X

1. Briefly describe the organization's mission:

PRO PUBLICA IS AN INDEPENDENT, NON-PROFIT, PULITZER PRIZE-WINNING NEWSROOM THAT PRODUCES INVESTIGATIVE JOURNALISM IN THE PUBLIC INTEREST. OUR WORK FOCUSES EXCLUSIVELY ON TRULY IMPORTANT STORIES. SEE "SCHEDULE O" FOR CONTINUATION.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?

Yes No

If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services?

Yes No

If "Yes," describe these changes on Schedule O.

Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenues, if any, for each program service reported.

4b (Code) (Expenses \$ including grants of \$) (Revenue \$)

4c (Code) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services (Describe in Schedule O.)

(Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses ► 8,711,628.

Part IV Checklist of Required Schedules

1. Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)?
If "Yes," complete Schedule A

2. Is the organization required to complete Schedule B, Schedule of Contributors?

3. Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I

4. **Section 501(c)(3) organizations.** Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II

5. Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III

6. Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I

7. Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II

8. Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III

9. Did the organization report an amount in Part X, line 21, for escrow or custodial account liability; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV

10. Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Part V

11. If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.

- a. Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI
- b. Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII
- c. Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII
- d. Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX
- e. Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X
- f. Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X

12a. Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI and XII

- b. Was the organization included in consolidated, independent audited financial statements for the tax year?
If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional

13. Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E

14a. Did the organization maintain an office, employees, or agents outside of the United States?

- b. Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If "Yes," complete Schedule F, Parts I and IV
- 15. Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? If "Yes," complete Schedule F, Parts II and IV
- 16. Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? If "Yes," complete Schedule F, Parts III and IV
- 17. Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I
- 18. Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II
- 19. Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III
- 20a. Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H
 - b. If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?

	Yes	No
1	X	
2	X	
3		X
4		X
5		X
6		X
7		X
8		X
9		X
10		X
11a	X	
11b		X
11c		X
11d		X
11e		X
11f	X	
12a	X	
12b		X
13		X
14a		X
14b		X
15		X
16		X
17		X
18		X
19		X
20a		X
20b		

Part IV Checklist of Required Schedules (continued)

	Yes	No
21. Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or government on Part IX, column (A), line 1? If "Yes," complete Schedule I, Parts I and II	21	X
22. Did the organization report more than \$5,000 of grants or other assistance to individuals in the United States on Part IX, column (A), line 2? If "Yes," complete Schedule I, Parts I and III	22	X
23. Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? If "Yes," complete Schedule J	23	X
24a. Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? If "Yes," answer lines 24b through 24d and complete Schedule K. If "No", go to line 25a	24a	X
b. Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b	
c. Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c	
d. Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d	
25a. Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? If "Yes," complete Schedule L, Part I	25a	X
b. Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I	25b	X
26. Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? If so, complete Schedule L, Part II	26	X
27. Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? If "Yes," complete Schedule L, Part III	27	X
28. Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):	28a	X
a. A current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV	28b	X
b. A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV	28c	X
c. An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? If "Yes," complete Schedule L, Part IV	29	X
29. Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M	30	X
30. Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M	31	X
31. Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I	32	X
32. Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If "Yes," complete Schedule N, Part II	33	X
33. Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Schedule R, Part I	34	X
34. Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1	35a	X
35a. Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35b	
b. If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2	36	X
36. Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? If "Yes," complete Schedule R, Part V, line 2	37	X
37. Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If "Yes," complete Schedule R, Part VI	38	
38. Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O	38	X

Part V Statements Regarding Other IRS Filings and Tax ComplianceCheck if Schedule O contains a response or note to any line in this Part V

		Yes	No
1a	36		
1b	0		
1c			
2a	62		
2b	X		
3a	X		
3b	X		
4a	X		
5a	X		
5b	X		
5c			
6a	X		
6b			
7a	X		
7b			
7c	X		
7d			
7e	X		
7f	X		
7g			
7h			
8			
9a			
9b			
10a			
10b			
11a			
11b			
12a			
12b			
13a			
13b			
13c			
14a			
14b	X		

1a Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable

1b Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable

1c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?

2a Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return

2b If at least one is reported on line 2a, did the organization file all required federal employment tax returns? **Note.** If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)

3a Did the organization have unrelated business gross income of \$1,000 or more during the year?

3b If "Yes," has it filed a Form 990-T for this year? If "No," to line 3b, provide an explanation in Schedule O

4a At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?

4b If "Yes," enter the name of the foreign country: ► See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.

5a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?

5b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?

5c If "Yes," to line 5a or 5b, did the organization file Form 8886-T?

6a Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?

6b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?

7 **Organizations that may receive deductible contributions under section 170(c).**

7a Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?

7b If "Yes," did the organization notify the donor of the value of the goods or services provided?

7c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?

7d If "Yes," indicate the number of Forms 8282 filed during the year

7e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

7f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

7g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?

7h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?

8 **Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations.** Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?

9 **Sponsoring organizations maintaining donor advised funds.**

9a Did the organization make any taxable distributions under section 4966?

9b Did the organization make a distribution to a donor, donor advisor, or related person?

10 **Section 501(c)(7) organizations.** Enter:

10a Initiation fees and capital contributions included on Part VIII, line 12

10b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities

11 **Section 501(c)(12) organizations.** Enter:

11a Gross income from members or shareholders

11b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)

12a **Section 4947(a)(1) non-exempt charitable trusts.** Is the organization filing Form 990 in lieu of Form 1041?

12b If "Yes," enter the amount of tax-exempt interest received or accrued during the year

13 **Section 501(c)(29) qualified nonprofit health insurance issuers.**

13a Is the organization licensed to issue qualified health plans in more than one state? **Note.** See the instructions for additional information the organization must report on Schedule O.

13b Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans

13c Enter the amount of reserves on hand

14a Did the organization receive any payments for indoor tanning services during the tax year?

14b If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions

Check if Schedule O contains a response or note to any line in this Part VI

Section A. Governing Body and Management

1a Enter the number of voting members of the governing body at the end of the tax year
 If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.

1b Enter the number of voting members included in line 1a, above, who are independent

2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?

3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?

4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?

5 Did the organization become aware during the year of a significant diversion of the organization's assets?

6 Did the organization have members or stockholders?

7a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?

b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?

8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:

a The governing body? _____

b Each committee with authority to act on behalf of the governing body? _____

9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O

	Yes	No
1a	10	
1b	9	
2		X
3	X	
4	X	
5	X	
6	X	
7a		X
7b		X
8a	X	
8b	X	
9		X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

10a Did the organization have local chapters, branches, or affiliates?

b If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?

11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?

b Describe in Schedule O the process, if any, used by the organization to review this Form 990.

12a Did the organization have a written conflict of interest policy? If "No," go to line 13

b Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?

c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done

13 Did the organization have a written whistleblower policy?

14 Did the organization have a written document retention and destruction policy?

15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?

a The organization's CEO, Executive Director, or top management official

b Other officers or key employees of the organization
 If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).

16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?

b If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?

	Yes	No
10a		X
10b		
11a	X	
12a	X	
12b	X	
12c	X	
13	X	
14	X	
15a	X	
15b	X	
16a		X
16b		

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed ► **SEE SCHEDULE O**

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.

Own website Another's website Upon request Other (explain in Schedule O)

19 Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization: ► **BARBARA ZINKANT, DIRECTOR OF FINANCE & OPERATIONS - 212-514-5250**
ONE EXCHANGE PLAZA, 55 BROADWAY, NO. 23 FL, NEW YORK, NY 10006

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

 Check if Schedule O contains a response or note to any line in this Part VII
Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter 0 in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former** directors or trustees that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

 Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)					(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee			
(1) HERBERT M. SANDLER FOUNDING CHAIRMAN	3.00	X	X				0.	0.	0.
(2) PAUL E. STEIGER EXECUTIVE CHAIRMAN	30.00	X	X				200,000.	0.	17,488.
(3) HENRY LOUIS GATES, JR. DIRECTOR	1.00	X					0.	0.	0.
(4) CLAIRE HOFFMAN DIRECTOR	1.00	X					0.	0.	0.
(5) TOM UNTERMAN DIRECTOR	1.00	X					0.	0.	0.
(6) PAUL SAGAN DIRECTOR	1.00	X					0.	0.	0.
(7) KAT TAYLOR DIRECTOR	1.00	X					0.	0.	0.
(8) RON OLSON DIRECTOR	1.00	X					0.	0.	0.
(9) MARK COLODNY DIRECTOR	1.00	X					0.	0.	0.
(10) ROBERT C.S. MONKS DIRECTOR	1.00	X					0.	0.	0.
(11) HERB ALLISON, DIRECTOR THROUGH 7/2013	1.00	X					0.	0.	0.
(12) GARA LAMARCHE, DIRECTOR THROUGH 10/2013	1.00	X					0.	0.	0.
(13) RICHARD TOFEL PRESIDENT AND CO-EXECUTIVE CHAIR	40.00		X				380,022.	0.	33,174.
(14) STEPHEN ENGELBERG EDITOR-IN-CHIEF & CO-EXECUTIVE DIREC	40.00		X				381,875.	0.	49,307.
(15) DEBRA GOLDBERG VICE PRESIDENT, DEVELOPMEN	40.00		X				250,005.	0.	26,747.
(16) ROBIN FIELDS MANAGING EDITOR	40.00			X			230,004.	0.	14,040.
(17) TRACY WEBER SENIOR REPORTER	40.00			X			196,811.	0.	28,544.

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)					(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee			
(18) CHARLES ORNSTEIN SENIOR REPORTER	40.00				X		196,822.	0.	38,326.
(19) JESSE EISINGER SENIOR REPORTER	40.00				X		223,036.	0.	42,343.
(20) THOMAS DETZEL SENIOR EDITOR	40.00				X		182,004.	0.	19,564.
1b Sub-total							2,240,579.	0.	269,533.
c Total from continuation sheets to Part VII, Section A							0.	0.	0.
d Total (add lines 1b and 1c)							2,240,579.	0.	269,533.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization ► 28

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual	3	X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual	4	X
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person	5	X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
ADP TOTALSOURCE 5800 WINDWARD PARKWAY, ALPHARETTA, GA 30005	PROFESSIONAL EMPLOYER ORGANIZATION	100,054.

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization ► 1

Part VIII Statement of RevenueCheck if Schedule O contains a response or note to any line in this Part VIII

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514	
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns	1a				
	b Membership dues	1b				
	c Fundraising events	1c				
	d Related organizations	1d				
	e Government grants (contributions)	1e				
	f All other contributions, gifts, grants, and similar amounts not included above	1f	13,678,241.			
	g Noncash contributions included in lines 1a-1f \$		84,220.			
	h Total. Add lines 1a-1f		► 13,678,241.			
Program Service Revenue	2 a	Business Code				
	b					
	c					
	d					
	e					
	f All other program service revenue		► — —			
g Total. Add lines 2a-2f		► — —				
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)	►	103.		103.	
	4 Income from investment of tax-exempt bond proceeds	►				
	5 Royalties	►	51,278.		51,278.	
	6 a Gross rents	(i) Real	(ii) Personal			
	b Less: rental expenses					
	c Rental income or (loss)					
	d Net rental income or (loss)	►				
	7 a Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other			
		108,657.				
	b Less: cost or other basis and sales expenses					
	c Gain or (loss)	108,657.				
	d Net gain or (loss)	0.	►			
8 a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18	a					
b Less: direct expenses	b					
c Net income or (loss) from fundraising events	►					
9 a Gross income from gaming activities. See Part IV, line 19	a					
b Less: direct expenses	b					
c Net income or (loss) from gaming activities	►					
10 a Gross sales of inventory, less returns and allowances	a					
b Less: cost of goods sold	b					
c Net income or (loss) from sales of inventory	►					
Miscellaneous Revenue	Business Code					
11 a ADVERTISING REVENUE	900099	25,745.		25,745.		
b HONORARIUMS REVENUE	900099	10,100.		10,100.		
c						
d All other revenue						
e Total. Add lines 11a-11d	►	35,845.				
12 Total revenue. See instructions.	►	13,765,467.	0.	25,745.	61,481.	

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21				
2 Grants and other assistance to individuals in the United States. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	1,338,618.	1,111,143.	171,102.	56,373.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	5,360,565.	4,449,629.	685,186.	225,750.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	213,982.	177,620.	27,351.	9,011.
9 Other employee benefits	456,973.	379,318.	58,410.	19,245.
10 Payroll taxes	437,285.	362,976.	55,894.	18,415.
11 Fees for services (non-employees):				
a Management	33,944.	3,703.	17,313.	12,928.
b Legal	28,000.		25,200.	2,800.
c Accounting				
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	200,449.	183,446.	12,789.	4,214.
12 Advertising and promotion	33,414.	28,121.	2,526.	2,767.
13 Office expenses	159,577.	135,301.	16,849.	7,427.
14 Information technology	267,305.	246,629.	14,363.	6,313.
15 Royalties				
16 Occupancy	837,519.	754,040.	83,479.	
17 Travel	435,292.	410,329.	978.	23,985.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	33,506.	24,560.	7,326.	1,620.
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	223,469.	201,656.	21,813.	
23 Insurance	11,974.	8,682.	3,292.	
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a PUBLIC REC. COP. & SUBS	136,878.	133,924.	1,508.	1,446.
b REPAIRS AND MAINTENANCE	65,071.	58,392.	6,679.	
c RECRUITMENT & PROF DEVE	55,472.	42,159.	9,213.	4,100.
d UBIT TAX EXPENSE	3,516.		3,516.	
e All other expenses				
25 Total functional expenses. Add lines 1 through 24e	10,332,809.	8,711,628.	1,224,787.	396,394.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

Check here ► if following SOP 98-2 (ASC 958-720)

Part X Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X

		(A) Beginning of year		(B) End of year
Assets	1 Cash - non-interest-bearing	1,773,507.	1	1,986,592.
	2 Savings and temporary cash investments	100,050.	2	1,100,153.
	3 Pledges and grants receivable, net	2,192,658.	3	4,506,444.
	4 Accounts receivable, net	1,012.	4	1,692.
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr) Complete Part II of Sch L		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	112,851.	9	105,616.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 1,582,099.		
	b Less: accumulated depreciation	10b 1,348,087.	10c 319,311.	234,012.
	11 Investments - publicly traded securities		24,437.	11
	12 Investments - other securities. See Part IV, line 11			12
	13 Investments - program-related. See Part IV, line 11			13
	14 Intangible assets			14
	15 Other assets. See Part IV, line 11		5,617.	15 3,960.
	16 Total assets. Add lines 1 through 15 (must equal line 34)		4,529,443.	16 7,938,469.
Liabilities	17 Accounts payable and accrued expenses	99,278.	17	95,446.
	18 Grants payable		18	
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D		19,800.	25 0.
	26 Total liabilities. Add lines 17 through 25		119,078.	26 95,446.
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here ► <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	1,680,365.	27	3,593,023.
	28 Temporarily restricted net assets	2,730,000.	28	4,250,000.
	29 Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117 (ASC 958), check here ► <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
	33 Total net assets or fund balances	4,410,365.	33	7,843,023.
	34 Total liabilities and net assets/fund balances	4,529,443.	34	7,938,469.

Part XI Reconciliation of Net AssetsCheck if Schedule O contains a response or note to any line in this Part XI

1 Total revenue (must equal Part VIII, column (A), line 12)	1	13,765,467.
2 Total expenses (must equal Part IX, column (A), line 25)	2	10,332,809.
3 Revenue less expenses. Subtract line 2 from line 1	3	3,432,658.
4 Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	4,410,365.
5 Net unrealized gains (losses) on investments	5	
6 Donated services and use of facilities	6	
7 Investment expenses	7	
8 Prior period adjustments	8	
9 Other changes in net assets or fund balances (explain in Schedule O)	9	0.
10 Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	7,843,023.

Part XII Financial Statements and ReportingCheck if Schedule O contains a response or note to any line in this Part XII

	Yes	No
1 Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O		
2a Were the organization's financial statements compiled or reviewed by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	2a	X
2b Were the organization's financial statements audited by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	2b	X
2c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	2c	X
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133? 3b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits	3a	X
	3b	

SCHEDULE A
(Form 990 or 990-EZ)

Public Charity Status and Public Support

Department of the Treasury
Internal Revenue Service

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

OMB No 1545-0047

2013

**Open to Public
Inspection**

► **Information about Schedule A (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990**

Name of the organization

Employer identification number

PRO PUBLICA, INC.

14-2007220

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

1	<input type="checkbox"/>	A church, convention of churches, or association of churches described in section 170(b)(1)(A)(i).						
2	<input type="checkbox"/>	A school described in section 170(b)(1)(A)(ii). (Attach Schedule E.)						
3	<input type="checkbox"/>	A hospital or a cooperative hospital service organization described in section 170(b)(1)(A)(iii).						
4	<input type="checkbox"/>	A medical research organization operated in conjunction with a hospital described in section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state: _____						
5	<input type="checkbox"/>	An organization operated for the benefit of a college or university owned or operated by a governmental unit described in section 170(b)(1)(A)(iv). (Complete Part II.)						
6	<input type="checkbox"/>	A federal, state, or local government or governmental unit described in section 170(b)(1)(A)(v).						
7	<input checked="" type="checkbox"/>	An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in section 170(b)(1)(A)(vi). (Complete Part II.)						
8	<input type="checkbox"/>	A community trust described in section 170(b)(1)(A)(vi). (Complete Part II.)						
9	<input type="checkbox"/>	An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. _____ See section 509(a)(2). (Complete Part III.)						
10	<input type="checkbox"/>	An organization organized and operated exclusively to test for public safety. See section 509(a)(4).						
11	<input type="checkbox"/>	An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See section 509(a)(3). Check the box that describes the type of supporting organization and complete lines 11e through 11h.						
	a <input type="checkbox"/>	Type I	b <input type="checkbox"/>	Type II	c <input type="checkbox"/>	Type III - Functionally integrated	d <input type="checkbox"/>	Type III - Non-functionally integrated
e	<input type="checkbox"/>	By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).						
f	If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box <input type="checkbox"/>							
g	Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?							
	(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?							
	(ii) A family member of a person described in (i) above?							
	(iii) A 35% controlled entity of a person described in (i) or (ii) above?							
h	Provide the following information about the supported organization(s).							

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

(I) Name of supported organization	(II) EIN	(III) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(IV) Is the organization in col. (I) listed in your governing document?	(V) Did you notify the organization in col. (I) of your support?	(VI) Is the organization in col. (I) organized in the U.S.?		(VII) Amount of monetary support
					Yes	No	
Total							

Total

LHA For Paperwork Reduction Act Notice, see the instructions for Form 990 or 990-EZ.

Schedule A (Form 990 or 990-EZ) 2013

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	6,354,979.	10,209,401.	10,115,367.	10,920,019.	13,678,241.	51,278,007.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	6,354,979.	10,209,401.	10,115,367.	10,920,019.	13,678,241.	51,278,007.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						25,705,689.
6 Public support. Subtract line 5 from line 4						25,572,318.

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
7 Amounts from line 4	6,354,979.	10,209,401.	10,115,367.	10,920,019.	13,678,241.	51,278,007.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	5,993.	3,661.	16,263.	17,146.	51,381.	94,444.
9 Net income from unrelated business activities, whether or not the business is regularly carried on			2,401.	8,465.	11,842.	22,708.
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)	6,074.	11,600.	7,103.	2,927.	10,100.	37,804.
11 Total support. Add lines 7 through 10						51,432,963.
12 Gross receipts from related activities, etc. (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						► <input type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public support percentage for 2013 (line 6, column (f) divided by line 11, column (f))	14	49.72	%
15 Public support percentage from 2012 Schedule A, Part II, line 14	15	38.49	%
16a 33 1/3% support test - 2013. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		► <input checked="" type="checkbox"/>	
b 33 1/3% support test - 2012. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		► <input type="checkbox"/>	
17a 10% -facts-and-circumstances test - 2013. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization		► <input type="checkbox"/>	
b 10% -facts-and-circumstances test - 2012. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization		► <input type="checkbox"/>	
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions		► <input type="checkbox"/>	

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►

1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")

2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose

3 Gross receipts from activities that are not an unrelated trade or business under section 513

4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf

5 The value of services or facilities furnished by a governmental unit to the organization without charge

6 **Total:** Add lines 1 through 5

7a Amounts included on lines 1, 2, and 3 received from disqualified persons

b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year

c Add lines 7a and 7b

8 **Public support** (Subtract line 7c from line 6)

	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1						
2						
3						
4						
5						
6						
7a						
b						
c						
8						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►

9 Amounts from line 6

10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources

b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975

c Add lines 10a and 10b

11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on

12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)

13 **Total support.** (Add lines 9, 10c, 11, and 12)

	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
9						
10a						
b						
c						
11						
12						
13						

14 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** ►

Section C. Computation of Public Support Percentage

15 Public support percentage for 2013 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2012 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2013 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2012 Schedule A, Part III, line 17	18	%

19a **33 1/3% support tests - 2013.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ►

b **33 1/3% support tests - 2012.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ►

20 **Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ►

Part IV

Supplemental Information. Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12.

Also complete this part for any additional information. (See instructions).

SCHEDULE D
(Form 990)Department of the Treasury
Internal Revenue Service**Supplemental Financial Statements**

OMB No 1545-0047

2013Open to Public
Inspection► Complete if the organization answered "Yes," to Form 990,
Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.

► Attach to Form 990.

► Information about Schedule D (Form 990) and its instructions is at www.irs.gov/form990

Name of the organization

PRO PUBLICA, INC.

Employer identification number
14-2007220**Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.** Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?	<input type="checkbox"/> Yes <input type="checkbox"/> No	
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?	<input type="checkbox"/> Yes <input type="checkbox"/> No	

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

	Held at the End of the Tax Year
2a Total number of conservation easements	
2b Total acreage restricted by conservation easements	
2c Number of conservation easements on a certified historic structure included in (a)	
2d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	
3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ►	
4 Number of states where property subject to conservation easement is located ►	
5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?	<input type="checkbox"/> Yes <input type="checkbox"/> No
6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ►	
7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ► \$	
8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?	<input type="checkbox"/> Yes <input type="checkbox"/> No
9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.	

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items.

1b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenues included in Form 990, Part VIII, line 1 ► \$ _____

(ii) Assets included in Form 990, Part X ► \$ _____

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:

a Revenues included in Form 990, Part VIII, line 1 ► \$ _____

b Assets included in Form 990, Part X ► \$ _____

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets(continued)

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items
(check all that apply):

- a Public exhibition
- b Scholarly research
- c Preservation for future generations

d Loan or exchange programs

e Other _____

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets

to be sold to raise funds rather than to be maintained as part of the organization's collection?

Yes

No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?

Yes

No

b If "Yes," explain the arrangement in Part XIII and complete the following table

	Amount
1c	
1d	
1e	
1f	

2a Did the organization include an amount on Form 990, Part X, line 21?

Yes

No

b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as

a Board designated or quasi-endowment ► _____ %

b Permanent endowment ► _____ %

c Temporarily restricted endowment ► _____ %

The percentages in lines 2a, 2b, and 2c should equal 100%.

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization

by:

- (i) unrelated organizations
- (ii) related organizations

b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

4 Describe in Part XIII the intended uses of the organization's endowment funds.

Yes	No
3a(i)	
3a(ii)	
3b	

Part VI Land, Buildings, and Equipment.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment	571,040.	458,198.	112,842.	
e Other	1,011,059.	889,889.	121,170.	
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).)				234,012.

Part VII Investments - Other Securities.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.) ►		

Part VIII Investments - Program Related.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.) ►		

Part IX Other Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.) ►	

Part X Other Liabilities.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.) ►	

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.

Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

1 Total revenue, gains, and other support per audited financial statements	1	13,765,467.
2 Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a Net unrealized gains on investments	2a	
b Donated services and use of facilities	2b	
c Recoveries of prior year grants	2c	
d Other (Describe in Part XIII.)	2d	
e Add lines 2a through 2d	2e	0.
3 Subtract line 2e from line 1	3	13,765,467.
4 Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b Other (Describe in Part XIII.)	4b	
c Add lines 4a and 4b	4c	0.
5 Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	13,765,467.

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

1 Total expenses and losses per audited financial statements	1	10,332,809.
2 Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a Donated services and use of facilities	2a	
b Prior year adjustments	2b	
c Other losses	2c	
d Other (Describe in Part XIII.)	2d	
e Add lines 2a through 2d	2e	0.
3 Subtract line 2e from line 1	3	10,332,809.
4 Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b Other (Describe in Part XIII.)	4b	
c Add lines 4a and 4b	4c	0.
5 Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5	10,332,809.

Part XIII Supplemental Information.

Provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

PART X, LINE 2:

THE ORGANIZATION RECOGNIZES THE EFFECT OF INCOME TAX
POSITIONS ONLY IF THOSE POSITIONS ARE MORE LIKELY THAN NOT OF BEING
SUSTAINED. MANAGEMENT HAS DETERMINED THAT THE ORGANIZATION HAD NO
UNCERTAIN TAX POSITIONS THAT WOULD REQUIRE FINANCIAL STATEMENT
RECOGNITION. THE ORGANIZATION IS NO LONGER SUBJECT TO AUDITS BY THE
APPLICABLE TAXING JURISDICTIONS FOR PERIODS PRIOR TO 2010.

SCHEDULE J
(Form 990)

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

► Complete if the organization answered "Yes" on Form 990, Part IV, line 23.

► Attach to Form 990. ► See separate instructions.

► Information about Schedule J (Form 990) and its instructions is at www.irs.gov/form990

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization

PRO PUBLICA, INC.

Employer identification number
14-2007220

Part I Questions Regarding Compensation

1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items

<input type="checkbox"/> First-class or charter travel	<input type="checkbox"/> Housing allowance or residence for personal use
<input type="checkbox"/> Travel for companions	<input type="checkbox"/> Payments for business use of personal residence
<input type="checkbox"/> Tax indemnification and gross-up payments	<input type="checkbox"/> Health or social club dues or initiation fees
<input type="checkbox"/> Discretionary spending account	<input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef)

b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked in line 1a?

3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.

<input type="checkbox"/> Compensation committee	<input type="checkbox"/> Written employment contract
<input type="checkbox"/> Independent compensation consultant	<input checked="" type="checkbox"/> Compensation survey or study
<input type="checkbox"/> Form 990 of other organizations	<input checked="" type="checkbox"/> Approval by the board or compensation committee

4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

- a** Receive a severance payment or change-of-control payment?
- b** Participate in, or receive payment from, a supplemental nonqualified retirement plan?
- c** Participate in, or receive payment from, an equity-based compensation arrangement?

If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

	Yes	No
1b		
2		
3		
4a		X
4b		X
4c		X
5a		X
5b		X
6a		X
6b		X
7		X
8		X
9		

Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.

5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

a The organization?

b Any related organization?

If "Yes" to line 5a or 5b, describe in Part III.

6 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

a The organization?

b Any related organization?

If "Yes" to line 6a or 6b, describe in Part III.

7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III

8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III

9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J (Form 990) 2013

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed

(ii) For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii).

Note: The sum of columns (B) through (E) for each listed individual must equal the total amount of Form 990. **Part VII** **Section A** **line 1a** **annivable column (D)** and **(E)** amounts for that individual.

Part III Supplemental Information

Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

**SCHEDULE M
(Form 990)**Department of the Treasury
Internal Revenue Service**Noncash Contributions**

OMB No 1545-0047

2013Open to Public
Inspection

Name of the organization

PRO PUBLICA, INC.

Employer identification number
14-2007220**Part I | Types of Property**

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art - Works of art				
2 Art - Historical treasures				
3 Art - Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities - Publicly traded				
10 Securities - Closely held stock				
11 Securities - Partnership, LLC, or trust interests				
12 Securities - Miscellaneous				
13 Qualified conservation contribution - Historic structures				
14 Qualified conservation contribution - Other				
15 Real estate - Residential				
16 Real estate - Commercial				
17 Real estate - Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ► (_____)				
26 Other ► (_____)				
27 Other ► (_____)				
28 Other ► (_____)				

29 Number of Forms 8283 received by the organization during the tax year for contributions
for which the organization completed Form 8283, Part IV, Donee Acknowledgement

29

	Yes	No
30a During the year, did the organization receive by contribution any property reported in Part I, lines 1 - 28, that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?		X
b If "Yes," describe the arrangement in Part II.		
31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?		X
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?		X
b If "Yes," describe in Part II.		
33 If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.		

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule M (Form 990) (2013)

Part II

Supplemental Information. Provide the information required by Part I, lines 30b, 32b, and 33, and whether the organization is reporting in Part I, column (b), the number of contributions, the number of items received, or a combination of both. Also complete this part for any additional information

SCHEDULE M, PART I, COLUMN (B):

THE ORGANIZATION IS REPORTING THE NUMBER OF CONTRIBUTORS

IN PART 1, COLUMN (B) OF SCHEDULE M.

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.

► Attach to Form 990 or 990-EZ.

► Information about Schedule O (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990

OMB No 1545-0047

2013

Open to Public
Inspection

Name of the organization

PRO PUBLICA, INC.

Employer identification number
14-2007220

FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

BY GOVERNMENT, BUSINESS, AND OTHER INSTITUTIONS, USING THE MORAL FORCE
OF INVESTIGATIVE JOURNALISM TO SPUR REFORM THROUGH THE SUSTAINED
SPOTLIGHTING OF WRONGDOING.

FORM 990, PART III, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

WE PRODUCE JOURNALISM THAT SHINES A LIGHT ON EXPLOITATION OF THE WEAK
BY THE STRONG AND ON THE FAILURES OF THOSE WITH POWER TO VINDICATE THE
TRUST PLACED IN THEM. IN THE BEST TRADITIONS OF AMERICAN JOURNALISM IN
THE PUBLIC SERVICE, WE AIM TO STIMULATE POSITIVE CHANGE, UNCOVERING
UNSAVORY PRACTICES AND ABUSES OF POWER IN ORDER TO PROD REFORM. WE DO
THIS IN AN ENTIRELY NON-PARTISAN AND NON-IDEOLOGICAL MANNER, ADHERING
TO THE STRICTEST STANDARDS OF JOURNALISTIC IMPARTIALITY.

FORM 990, PART III, LINE 4A, DESCRIPTION OF PROGRAM SERVICE:

IN 2013, PROPUBLICA STORIES PRODUCED SUCH CHANGE IN A WIDE
RANGE OF IMPORTANT AREAS:

BEGINNING IN MAY, PROPUBLICA REPORTING, INITIALLY PUBLISHED IN
PARTNERSHIP WITH THE WASHINGTON POST AND LATER WITH NPR, REVEALED VAST
SHORTCOMINGS IN THE OVERSIGHT OF THE FEDERAL GOVERNMENT'S PRESCRIPTION
DRUG BENEFIT PROGRAM, MEDICARE PART D. IN THE WAKE OF THIS REPORTING,
MEANINGFUL REFORM SEEKS UNDERWAY. IN JUNE, AN INSPECTOR GENERAL REPORT
MIRRORED PROPUBLICA'S FINDINGS, AND THE CENTER FOR MEDICARE AND
MEDICAID SERVICES (CMS) PLEDGED TO STEP UP OVERSIGHT OF DOCTORS WITH
QUESTIONABLE PRESCRIBING PATTERNS. THE DIRECTOR OF MEDICARE TOLD A

Name of the organization

PRO PUBLICA, INC.

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SENATE HEARING THAT CMS WOULD ALSO REQUIRE THAT ALL MEDICARE PRESCRIBERS BE ENROLLED IN THE PROGRAM, VERIFYING THEIR CREDENTIALS AND DISCLOSING POSSIBLE DISCIPLINARY PROBLEMS. CMS ALSO PLEDGED TO RAMP UP ENFORCEMENT ACTIONS AND TO BEGIN SHARING INFORMATION ABOUT SUSPECT PHARMACIES AND DOCTORS WITH PRIVATE INSURANCE PLANS. MEANWHILE, THREE SENATORS, TOM COBURN (R-OK), TOM CARPER (D-DE) AND CHARLES GRASSLEY (R-IA), CITED PROPUBLICA'S REPORTING IN PRESSING FOR EVEN MORE FAR-REACHING REFORMS; GRASSLEY PUSHED STATE REGULATORS TO SHARE DISCIPLINARY ACTIONS UNDER STATE-ADMINISTERED MEDICAID PROGRAMS WITH FEDERAL OFFICIALS WHO RUN MEDICARE; CARPER URGED A NEW CRACKDOWN ON FRAUD IN THE PROGRAM.

OUR REPORTING, IN PARTNERSHIP WITH THE NEW YORK TIMES AND THE GUARDIAN, ON EFFORTS BY THE NSA AND BRITAIN'S GCHQ TO UNDERMINE ENCRYPTION ON THE INTERNET, PUBLISHED IN SEPTEMBER, IS ALREADY HAVING IMPORTANT IMPACT. THE NATIONAL INSTITUTE OF STANDARDS AND TECHNOLOGY (NIST) HAS "STRONGLY" RECOMMENDED AGAINST THE USE OF ONE OF ITS OWN STANDARDS, AND LAUNCHED A FORMAL REVIEW ITS OWN STANDARDS DEVELOPMENT EFFORTS. DEVELOPERS, FROM SILENT CIRCLE TO VARIOUS CUSTOMERS OF RSA SECURITY, MEANWHILE, HAD INDICATED THEY WERE MOVING AWAY FROM THOSE STANDARDS. GOOGLE HAS INTENSIFIED AND ACCELERATED EFFORTS TO MORE SECURELY ENCRYPT GMAIL, AND TWITTER AND MICROSOFT ARE TAKING SIMILAR STEPS FOR THEIR OWN SERVICES. AND PRESIDENT OBAMA'S TASK FORCE ON REFORMING THE NSA URGED THAT EFFORTS TO UNDERMINE ENCRYPTION CEASE AND RECOMMENDED SPLITTING THE CODE-MAKING UNIT FROM AGENCY AND TRANSFERRING IT TO THE DEPARTMENT OF DEFENSE.

IN DECEMBER, PRESSED BY EFFORTS SUCH AS PROPUBLICA'S DOLLARS FOR DOCS,

Name of the organization

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GLAXOSMITHKLINE BECAME THE FIRST MAJOR PHARMACEUTICAL COMPANY TO END THE PRACTICE OF PAYING DOCTORS TO PROMOTE THE PRESCRIBING OF DRUGS.

COVERAGE OF THE ROLE OF "DARK MONEY" DEPLOYED IN POLITICAL CAMPAIGNS BY TAX EXEMPT GROUPS-IN WHICH PROPUBLICA HAS DONE WHAT THE ECONOMIST CALLED "PIONEERING RESEARCH" FOR THE LAST TWO YEARS-MAY FINALLY BE YIELDING MEANINGFUL RESULTS. IN NOVEMBER, THE IRS ISSUED PROPOSED GUIDELINES THAT WOULD TIGHTEN THE RULES UNDER WHICH SUCH SO-CALLED SOCIAL WELFARE NONPROFITS OPERATE, AND RESTRICT THEIR POLITICAL SPENDING.

OUR COVERAGE OF DYSFUNCTION IN THE PRESIDENTIAL PARDON PROCESS YIELDED ITS MOST CRITICAL RESULTS TO DATE IN DECEMBER WITH THE COMMUTATION OF THE SENTENCES OF CLARENCE AARON, WHOSE STORY WE HIGHLIGHTED, IN PARTNERSHIP WITH THE WASHINGTON POST, IN 2012.

FINES CONTINUE TO MOUNT IN THE WAKE OF OUR REPORTING ON COMPLEX MORTGAGE-BACKED SECURITIES DEALS AND THE ROLE OF HEDGE FUND MAGNETAR IN THE YEARS LEADING UP TO THE CRASH OF 2007-08-THE REPORTING THAT EARNED PROPUBLICA OUR SECOND PULITZER PRIZE. IN MARCH, A MASSACHUSETTS REGULATOR FINED DEUTSCHE BANK \$17.5 MILLION. IN OCTOBER, THE SEC SUED HARDING ADVISORY AND ITS HEAD, WING CHAU, FOR FAILING TO DISCLOSE MAGNETAR'S ROLE IN SOME OF THE DEALS. IN DECEMBER THE SEC SETTLED MAGNETAR-RELATED CHARGES WITH MERRILL LYNCH, WITH THE FIRM AGREEING TO PAY A FINE OF MORE THAN \$131 MILLION, BRINGING THE TOTAL OF FINES IN MAGNETAR DEALS TO MORE THAN \$435 MILLION.

PROGRESS CONTINUED TOWARD EASING HOUSING SEGREGATION IN NEW YORK'S

Name of the organization

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WESTCHESTER COUNTY, THE FOCUS OF PROPUBLICA REPORTING BEGINNING IN FALL 2012. IN JUNE, UNDER PRESSURE FROM AN AWAKENED JUSTICE DEPARTMENT, THE COUNTY LEGISLATURE FINALLY PASSED, AND THE COUNTY EXECUTIVE SIGNED, A LAW BANNING DISCRIMINATION AGAINST THOSE WHO PAY RENT WITH FEDERAL ASSISTANCE.

REPORTING IN 2012 BY PROPUBLICA AND THE SEATTLE TIMES ABOUT A WHOLESALE FAILURE TO KEEP U.S. MILITARY RECORDS FROM THE CONFLICTS IN IRAQ AND AFGHANISTAN-DEPRIVING VETERANS OF BENEFITS AND COMMENDATIONS-HAS BEGUN TO SHOW RESULTS.—IN JULY, THE ARMY FINALLY CONCEDED THE LOSS OF THE RECORDS, AND LAUNCHED AN EFFORT TO RECOVER THEM, CONSOLIDATE SUBSTITUTES AND CLARIFY RESPONSIBILITIES FOR FUTURE RECORDKEEPING.

IN THE WAKE OF REPORTING IN 2012 BY PROPUBLICA AND FRONTLINE ON THE SAFETY RISKS FACING COMMUNICATIONS TOWER CLIMBERS, OSHA IN AUGUST INDICATED THAT IT HAS BEGUN LOOKING AT HOW THE CONDUCT OF CELL PHONE COMPANIES-THROUGH DEADLINES AND OTHER CONTRACTUAL REQUIREMENTS-MAY BE CONTRIBUTING TO THE DEATHS OF CLIMBERS.

A COMPLEX SET OF TAX DEALS WHICH WERE THE SUBJECT OF A PROPUBLICA INVESTIGATION WITH THE FINANCIAL TIMES IN 2011 (AND WON AN OVERSEAS PRESS CLUB AWARD IN 2012) RESULTED IN A FEDERAL COURT DECISION AGAINST BANK OF NEW YORK MELLON IN FEBRUARY. WHILE THE BANK IS APPEALING, IT TOOK AN \$850 MILLION CHARGE AFTER THE DECISION.

IN JANUARY AND FEBRUARY, THE DEPARTMENT OF INTERIOR'S BUREAU OF LAND MANAGEMENT ISSUED NEW RULES GOVERNING THE ROUND-UP AND SALE OF WILD HORSES-A PROGRAM IN WHICH A PROPUBLICA REPORT IN SEPTEMBER 2012

Name of the organization

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REVEALED WIDESPREAD PROBLEMS. THE NEW RULES RESTRICTED HORSE ADOPTIONS WITH THE AIM OF PREVENTING ILLEGAL SLAUGHTER AND HEIGHTENED TRANSPARENCY.

A U.S. SECURITY CONTRACTOR IN IRAQ WAS FINED \$75,000 IN FEBRUARY BY THE DEPARTMENT OF LABOR FOR ABUSES IN THE TREATMENT OF WORKERS IN THE WAR ZONES FIRST REVEALED IN A 2009 PROPUBLICA SERIES.

FORM 990, PART III, LINE 4A, DESCRIPTION OF PROGRAM SERVICE:

(CONTINUED)

ANOTHER SIGNIFICANT TEST IS RECOGNITION FROM PEERS IN JOURNALISM. PROPUBLICA WAS THE FIRST ONLINE NEWS ORGANIZATION TO WIN A PULITZER PRIZE (2010) AND THE FIRST TO WIN A PULITZER FOR STORIES NOT PUBLISHED IN PRINT (2011). OUR WORK WAS HONORED IN 2013 AS FOLLOWS:

SEBASTIAN ROTELLA AND ANA ARANA'S ACCOUNT OF "WHAT HAPPENED AT DOS ERRES" WON A PEABODY AWARD (THE HIGHEST HONOR IN BROADCAST JOURNALISM), TWO OVERSEAS PRESS CLUB AWARDS-- THE LOWELL THOMAS FOR RADIO (WITH THIS AMERICAN LIFE) AND THE JOE AND LAURIE DINE AWARD FOR HUMAN RIGHTS REPORTING-- AND A DART AWARD FOR EXCELLENCE IN COVERAGE OF TRAUMA FROM COLUMBIA UNIVERSITY'S DART CENTER, AND WAS A FINALIST FOR THE SCRIPPS HOWARD FOUNDATION NATIONAL JOURNALISM ERNIE PYLE AWARD FOR HUMAN INTEREST STORYTELLING.

NIKOLE HANNAH-JONES'S WORK ON HOUSING SEGREGATION WON COLUMBIA JOURNALISM SCHOOL'S PAUL TOBENKIN MEMORIAL AWARD, THE SOCIETY OF THE SILURIANS EXCELLENCE IN JOURNALISM AWARD FOR ONLINE INVESTIGATIVE

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REPORTING, THE NATIONAL LOW INCOME HOUSING COALITION MEDIA AWARD, AND THE DECEMBER SIDNEY AWARD FOR FOSTERING SOCIAL AND ECONOMIC JUSTICE FROM THE SIDNEY HILLMAN FOUNDATION (WITH THIS AMERICAN LIFE), AND WAS A FINALIST FOR THE NATIONAL ASSOCIATION OF BLACK JOURNALISTS SALUTE TO EXCELLENCE IN DIGITAL MEDIA AND THE DEADLINE CLUB AWARD FOR MINORITY FOCUS.

OUR WORK ON TOWER CLIMBERS WITH FRONTLINE WAS NOMINATED FOR AN EMMY AWARD FOR BUSINESS AND ECONOMIC REPORTING IN A NEWSMAGAZINE, WON A SABEW AWARD FOR DIGITAL INVESTIGATIVE STORY AND WAS A FINALIST FOR A GERALD LOEB AWARD FOR DISTINGUISHED BUSINESS AND FINANCIAL JOURNALISM. THE EMMY NOMINATION WAS THE SEVENTH FOR PROPUBLICA WORK IN THE LAST THREE YEARS.

OUR REPORTING ON DARK MONEY IN POLITICS RECEIVED AN ONLINE JOURNALISM AWARD FOR INNOVATIVE INVESTIGATIVE JOURNALISM FOR MEDIUM NEWS SITE, AN INVESTIGATIVE REPORTERS AND EDITORS AWARD FOR MULTPLATFORM, LARGE SIZE, THE SOCIETY OF PROFESSIONAL JOURNALISTS SIGMA DELTA CHI AWARD FOR ONLINE INVESTIGATIVE REPORTING, AFFILIATED, AN HONORABLE MENTION FOR THE TONER AWARD FOR EXCELLENCE IN POLITICAL REPORTING AND WAS A FINALIST FOR THE DEADLINE CLUB AWARD FOR REPORTING BY INDEPENDENT DIGITAL MEDIA. OUR ELECTION COVERAGE ALSO RECEIVED THE ONLINE JOURNALISM AWARD, PLANNED NEWS/EVENT FOR MEDIUM NEWS SITE.

PAUL KIEL'S "GREAT AMERICAN FORECLOSURE STORY" WON THE SOCIETY OF BUSINESS EDITORS AND WRITERS (SABEW) BEST IN BUSINESS AWARDS FOR BOTH FEATURE AND EXPLANATORY STORIES, AND WAS A FINALIST FOR THE LIVINGSTON AWARD FOR YOUNG JOURNALISTS.

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JESSE EISINGER'S "THE TRADE" COLUMN WON SABEW'S AWARD FOR COMMENTARY FOR THE SECOND YEAR IN A ROW.

CONTRIBUTOR SHERI FINK WON THE MIKE BERGER AWARD FROM COLUMBIA JOURNALISM SCHOOL FOR LOCAL REPORTING AND THE ASSOCIATION OF HEALTH CARE JOURNALISTS AWARD FOR BEAT REPORTING AND WAS A FINALIST FOR THE DEADLINE CLUB AWARD FOR ENTERPRISE REPORTING FOR PART OF THE COVERAGE OF HURRICANE SANDY FEATURED IN OUR 2012 ANNUAL REPORT. PROPUBLICA'S HURRICANE SANDY COVERAGE WAS ALSO AN ONLINE JOURNALISM AWARD FINALIST FOR EXPLANATORY REPORTING FOR MEDIUM NEWS SITE.

OUR NEWS APPLICATIONS AND GRAPHICS WERE ALSO WIDELY HONORED THIS YEAR. OUR STATEFACE MAPPING TECHNOLOGY WON THE MALOFIEJ INTERNATIONAL INFOGRAPHICS AWARDS BEST MAP ONLINE AND SILVER MEDAL AS WELL AS SOCIETY FOR NEWS DESIGN (SND) JUDGES' SPECIAL RECOGNITION. RECEIVING SND SILVER MEDALS WERE OUR PIPELINE SAFETY TRACKER AND NURSING HOME INSPECT APP, AND SND AWARDS OF EXCELLENCE WENT TO OUR GREAT MIGRATION MAPS, DRONES GRAPHIC, OUR ORGANIZATIONAL PORTFOLIO AND DEVELOPER LENA GROEGER'S PERSONAL PORTFOLIO. THE GREAT MIGRATION MAPS WAS ALSO A FINALIST FOR A DATA JOURNALISM AWARD, AS WERE OUR MESSAGE MACHINE APP AND OUR NERD BLOG. OUR NEWS APPLICATIONS OVERALL WERE ALSO A FINALIST FOR THE SCRIPPS HOWARD FOUNDATION NATIONAL JOURNALISM AWARD FOR DIGITAL INNOVATION.

REPORTING BY ABRAHM LUSTGARTEN ON INJECTION WELLS WAS A FINALIST FOR THE SCRIPPS HOWARD FOUNDATION NATIONAL JOURNALISM EDWARD MEEMAN AWARD FOR ENVIRONMENTAL REPORTING.

OUR REPORT ON DEATH INVESTIGATIONS WITH FRONTLINE, "THE REAL CSI," WAS

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A FINALIST FOR THE ABA SILVER GAVEL AWARD FOR TELEVISION.

AND LOIS BECKETT WAS ALSO NAMED A FINALIST FOR THE LIVINGSTON AWARD, FOR HER COVERAGE OF NEW USES OF DATA BY POLITICAL CAMPAIGNS. THIS IS A PRIZE LOIS SHARED LAST YEAR WITH TWO PROPUBLICA COLLEAGUES; PROPUBLICA REPORTERS HAVE BEEN NAMED FINALISTS FOR THE LIVINGSTON EVERY YEAR SINCE OUR FOUNDING-INDEED PROPUBLICA STORIES HAVE BEEN FINALISTS EIGHT TIMES IN THE LAST FIVE YEARS.

MICHAEL GRABELL'S REPORT ON TEMPORARY WORKERS, "THE EXPENDABLES," WON THE SIDNEY AWARD FOR JULY.

OUR COVERAGE OF VARIOUS HEALTH CARE ISSUES RECEIVED THE NATIONAL CONSUMER VOICE FOR QUALITY LONG-TERM CARE PUBLIC SERVICE AWARD.

OUR REPORTING WITH FRONTLINE ON SHELDON ADELSON AND MACAO WAS ALSO A FINALIST FOR A GERALD LOEB AWARD.

IN INDIVIDUAL AWARDS, PROPUBLICA FOUNDER AND EXECUTIVE CHAIRMAN PAUL STEIGER WON THE BURTON BENJAMIN MEMORIAL AWARD FOR LIFETIME ACHIEVEMENT IN THE CAUSE OF PRESS FREEDOM FROM THE COMMITTEE TO PROTECT JOURNALISTS AND RECEIVED AN HONORARY DOCTOR OF LAWS DEGREE FROM COLUMBIA UNIVERSITY. REPORTER AC THOMPSON RECEIVED THE ELIJAH PARISH LOVEJOY AWARD FOR COURAGE IN JOURNALISM. MEANWHILE, IN SOCIAL MEDIA, BOTH PROPUBLICA SENIOR ENGAGEMENT EDITOR AMANDA ZAMORA AND SOCIAL MEDIA PRODUCER BLAIR HICKMAN WERE BOTH AMONG "50 FEMALE INNOVATORS IN DIGITAL JOURNALISM" NAMED IN MARCH BY WEB SITE JOURNALISM.CO.UK. IN DECEMBER, HEALTHLEADERS NAMED SENIOR REPORTER CHARLES ORNSTEIN ONE OF "20 PEOPLE WHO ARE MAKING A DIFFERENCE IN HEALTHCARE." AND SENIOR EDITOR JOE

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SEXTON WAS NAMED ONE OF ADVERTISING AGE'S "CREATIVE 50" MOST INFLUENTIAL CREATIVE FIGURES IN ENTERTAINMENT, TECH, ADVERTISING AND PUBLISHING.

FORM 990, PART VI, SECTION A, LINE 3:

BEGINNING IN 2012, THE ORGANIZATION BEGAN USING ADP TOTALSOURCE, A PROFESSIONAL EMPLOYER ORGANIZATION ("PEO"). AS A PROFESSIONAL EMPLOYER ORGANIZATION, TOTALSOURCE PROVIDES PROFESSIONAL EMPLOYER SERVICES TO PRO PUBLICA. IN THE PEO RELATIONSHIP TOTALSOURCE AND PRO PUBLICA SHARE CERTAIN RESPONSIBILITIES AND ALLOCATE OTHER EMPLOYER RESPONSIBILITIES BETWEEN EACH OTHER.

PRO PUBLICA REMAINS AN EMPLOYER OF THE WORKSITE EMPLOYEES AND TOTALSOURCE IS A CO-EMPLOYER OF PRO PUBLICA'S EMPLOYEES.

PRO PUBLICA HAS:

DIRECTION AND CONTROL OVER EMPLOYEES AS IS NECESSARY TO CONDUCT ITS BUSINESS, DISCHARGE AND FIDUCIARY RESPONSIBILITY IT MAY HAVE, OR COMPLY WITH ANY APPLICABLE LICENSURE, REGULATORY OR STATUTORY REQUIREMENT OF PRO PUBLICA.

CONTROL OVER THE DAY TO DAY JOB DUTIES OF EMPLOYEES AND OVER THE JOB SITES AT WHICH, OR FROM WHICH EMPLOYEES PERFORM SERVICES

RESPONSIBILITY OVER THE PROFESSIONAL AND LICENSED ACTIVITIES OF EMPLOYEES INCLUDING ENSURING THAT EMPLOYEES ARE SUPERVISED BY LICENSED INDIVIDUALS AS REQUIRED BY LAW AND FOR DETERMINING WHETHER AN APPLICANT OR EMPLOYEE MEETS

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PRO PUBLICA'S HIRING CRITERIA AND IS QUALIFIED TO SAFELY AND COMPLETELY
PERFORM HIS OR HER JOB

TOTALSOURCE RESERVES A RIGHT OF DIRECTION AND CONTROL OVER EMPLOYEES AS IS
NECESSARY TO FULFILL ITS OBLIGATIONS AND PROVIDE ITS SERVICES UNDER AN
AGREEMENT BETWEEN PRO PUBLICA, INC. AND TOTALSOURCE.

TOTALSOURCE AND PRO PUBLICA, INC. HAVE A RIGHT TO HIRE, DISCIPLINE, AND
TERMINATE EMPLOYEES AS TO EACH ONE'S EMPLOYMENT RELATIONSHIP WITH
EMPLOYEES.

FORM 990, PART VI, SECTION B, LINE 11:

PRO PUBLICA HAS ITS FORM 990 PREPARED BY AN OUTSIDE ACCOUNTING
FIRM AND HAS ESTABLISHED THE FOLLOWING REVIEW PROCESS TO ENSURE THAT THE
INFORMATION REPORTED IS COMPLETE AND ACCURATE. WHEN THE FORM 990 HAS BEEN
PREPARED, REVIEWED BY MANAGEMENT AND IS READY TO BE FILED WITH THE INTERNAL
REVENUE SERVICE, IT'S SUBMITTED ELECTRONICALLY TO MEMBERS OF PRO PUBLICA'S
GOVERNING BODY FOR ANY COMMENTS PRIOR TO ITS SUBMISSION. THE GOVERNING BODY
IS PROVIDED WITH AT LEAST ONE WEEK TO REVIEW THE PREPARED FORM 990 AND
PROVIDE THEIR COMMENTS. ANY COMMENTS ARE THEN GROUPED, SUMMARIZED AND
PROVIDED TO THE AUDIT COMMITTEE FOR THEIR REVIEW. EACH ISSUE IS DOCUMENTED
AND ADDRESSED UNTIL THE RETURN IS FINALIZED AND APPROVED FOR FILING.

FORM 990, PART VI, SECTION B, LINE 12C:

PRO PUBLICA HAS A CONFLICT OF INTEREST POLICY, A CODE OF
ETHICS POLICY FOR JOURNALISTS, A WHISTLEBLOWER POLICY AND DOCUMENT
RETENTION AND DESTRUCTION POLICY. THE CODE OF ETHICS AND WHISTLEBLOWER
POLICIES ARE GIVEN TO EACH NEW HIRE, WHO CERTIFY THAT THEY HAVE READ AND

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UNDERSTOOD THE POLICIES. THE CODE OF ETHICS POLICY IS GIVEN TO ALL STAFF AT THE BEGINNING OF EACH CALENDAR YEAR TO READ AND SIMILARLY CERTIFY. EACH OF OUR BOARD MEMBERS AND OFFICERS ARE ALSO REQUIRED TO SIGN A CODE OF ETHICS AND A CONFLICT OF INTEREST POLICY ANNUALLY. THE PRESIDENT MONITORS AND ENFORCES THE ORGANIZATION'S COMPLIANCE WITH ITS CONFLICT OF INTEREST POLICY. IN THE EVENT THAT A CONFLICT OF INTEREST ARISES, THE BOARD MEMBER OR OFFICER WITH WHOM THE CONFLICT PERTAINS TO IS EXCLUDED FROM VOTING ON THE ISSUE. HE/SHE LEAVES THE ROOM AND THE OTHER MEMBERS VOTE ON THE ISSUE. THE DOCUMENT RETENTION AND DESTRUCTION POLICY IS PART OF THE ACCOUNTING MANUAL.

FORM 990, PART VI, SECTION B, LINE 15:

SALARIES FOR THE CEOS, OFFICERS AND KEY EMPLOYEES ARE SET BY THE BOARD. THE BOARD USES THE SERVICES OF A LAW FIRM (CAPLIN & DRYSDALE, WHO SPECIALIZE IN NOT FOR PROFIT ISSUES) FOR GUIDANCE ON ALL MATTERS OF COMPENSATION. IN 2012 CAPLIN & DRYSDALE UPDATED THE COMPENSATION STUDY FOR THREE KEY EMPLOYEES.

CAPLIN & DRYSDALE STUDIED COMPENSATION OF SELECT NATIONAL NEWSPAPERS AND RELIED ON THEIR UNDERSTANDING OF PRO PUBLICA'S OPERATIONS AND STATUS IN THE FIELD OF JOURNALISM. THE BOARD ESTABLISHED COMPENSATION FOR THE CEO, OFFICERS AND KEY EMPLOYEES USING COMPARABLE DATA AND DETERMINED THAT THE SALARY IS REASONABLE. MINUTES OF THE BOARD MEETINGS ARE KEPT IN FILE. THIS PROCESS WAS LAST COMPLETED IN 2013.

FORM 990, PART VI, LINE 17, LIST OF STATES RECEIVING COPY OF FORM 990:

DC, AL, AK, AZ, AR, CA, CT, FL, GA, HI, IL, KS, KY, LA, ME, MD, MA, MI, MN, MS, MS, NH, NJ, NM, NY, NC, ND, OH, OK, OR, PA, RI, SC, TN, UT, VA, WA, WV, WI

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FORM 990, PART VI, SECTION C, LINE 19:

THE ORGANIZATION MAKES ITS FORM 990 AVAILABLE FOR PUBLIC
INSPECTION AS REQUIRED UNDER SECTION 6104 OF THE INTERNAL REVENUE CODE. THE
RETURN IS POSTED ON GUIDESTAR.ORG AND OTHER SIMILAR TYPES OF WEBSITES. IN
ADDITION, THE FINANCIAL STATEMENTS, CONFLICT OF INTEREST POLICY, ARTICLES
OF INCORPORATION, FORM 990, FORM 1023, AND BY-LAWS ARE ALSO AVAILABLE UPON
WRITTEN REQUEST, AND ON THE ORGANIZATION'S WEBSITE (WWW.PROPUBLICA.ORG).

FORM 990, PART XII, LINE 2C:

PRO-PUBLICA-HAS-AN-AUDIT-COMMITTEE-THAT-ASSUMES
RESPONSIBILITY FOR THE OVERSIGHT OF THE AUDIT OF ITS FINANCIAL
STATEMENTS AND FOR THE SELECTION OF AN INDEPENDENT ACCOUNTANT. THE
PROCESS HAS NOT CHANGED FROM THE PRIOR YEAR.

- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this box

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions. PRO PUBLICA, INC.	Employer identification number (EIN) or 14-2007220
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. ONE EXCHANGE PLAZA, 55 BROADWAY, NO. 23 FL	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10006	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 1

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

BARBARA ZINKANT, DIRECTOR OF FINANCE & OPERATIONS - ONE

- The books are in the care of ► **EXCHANGE PLAZA, 55 BROADWAY, NO. 23 FL - NEW YORK, NY**
Telephone No. ► **212-514-5250** Fax No. ►
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ► . If it is for part of the group, check this box ► and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2014**.

5 For calendar year **2013**, or other tax year beginning , and ending .

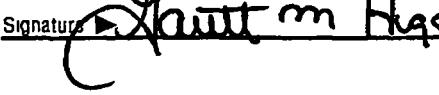
6 If the tax year entered in line 5 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

7 State in detail why you need the extension
THE ORGANIZATION NEEDS ADDITIONAL TIME TO COMPILE THE INFORMATION NEEDED TO FILE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	0.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	0.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ►  Title ► CPA, AS AUTHORIZED AGENT. Date ► 07/23/14

Form 8868 (Rev. 1-2014)

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.
► Information about Form 8868 and its instructions is at www.irs.gov/form8868 .

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

►

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

►

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions. PRO PUBLICA, INC.	Employer identification number (EIN) or 14-2007220
	Number, street, and room or suite no. If a P.O. box, see instructions. ONE EXCHANGE PLAZA, 55 BROADWAY, NO. 23 FL	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10006	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 1

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

BARBARA ZINKANT, DIRECTOR OF FINANCE & OPERATIONS - ONE

► The books are in the care of ► EXCHANGE PLAZA, 55 BROADWAY, NO. 23 FL - NEW YORK, NY
Telephone No. ► 212-514-5250 Fax No. ►
► If the organization does not have an office or place of business in the United States, check this box
► If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ . If this is for the whole group, check this box ► . If it is for part of the group, check this box ► and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until
AUGUST 15, 2014, to file the exempt organization return for the organization named above. The extension

is for the organization's return for.

► calendar year 2013 or

► tax year beginning _____, and ending _____

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.